



SAN FRANCISCO PLANNING DEPARTMENT

Subject to: (Select only if applicable)

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|---|---|
| <input checked="" type="checkbox"/> Affordable Housing (Sec. 415) | <input checked="" type="checkbox"/> First Source Hiring (Admin. Code) |
| <input type="checkbox"/> Jobs Housing Linkage Program (Sec. 413) | <input type="checkbox"/> Child Care Requirement (Sec. 414) |
| <input type="checkbox"/> Downtown Park Fee (Sec. 412) | <input checked="" type="checkbox"/> Other (Rincon Hill Impact Fees) |

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Planning Commission Motion No. 19190

HEARING DATE: JULY 17, 2014

Date: July 17, 2014
Case No.: **2012.1025X**
Project Address: **325 FREMONT STREET**
Zoning: RH-DTR (Rincon Hill Downtown Residential) Zoning District
85/250-R Height and Bulk District
Block/Lot: 3747/012, 013, and 014
Project Sponsor: Adam Tartakovsky, Fremont 325 Development LLC
450 Sansome Street, Ste. 750
San Francisco, CA 94111
Staff Contact: Richard Sucre – (415) 575-9108
richard.sucre@sfgov.org

ADOPTING FINDINGS RELATING TO A DOWNTOWN PROJECT AUTHORIZATION PURSUANT TO PLANNING CODE SECTION 309.1 AND 827, TO ALLOW AN EXCEPTION TO DWELLING UNIT EXPOSURE PURSUANT TO PLANNING CODE SECTION 140 TO ALLOW CONSTRUCTION OF A NEW 25-STORY RESIDENTIAL BUILDING (APPROXIMATELY 142,465 GSF) WITH UP TO 118 DWELLING UNITS (CONSISTING OF 23 STUDIOS, 47 1-BEDROOM UNITS AND 48 2-BEDROOM UNITS), LOCATED AT 325 FREMONT STREET, LOT 012, 013 AND 014 IN ASSESSOR'S BLOCK 3747, WITHIN THE RH-DTR (RINCON HILL DOWNTOWN RESIDENTIAL) ZONING DISTRICT AND AN 85/250-R HEIGHT AND BULK DISTRICT, AND ADOPTING FINDINGS UNDER THE CALIFORNIA ENVIRONMENTAL QUALITY ACT.

PREAMBLE

On May 2, 2013, Steve Atkinson of McKenna, Long & Aldridge LLP of behalf of Fremont 325 Development, LLC (hereinafter "Project Sponsor") filed Application No. 2012.1025X (hereinafter "Application") with the Planning Department (hereinafter "Department") for a Downtown Project Authorization to construct a new 25-story residential building with 188 dwelling units at 325 Fremont Street (Block 3747 Lots 012, 013 and 014) in San Francisco, California.

The environmental effects of the Project were determined by the San Francisco Planning Department to have been fully reviewed under the Rincon Hill Plan Environmental Impact Report (hereinafter "EIR"). The EIR was prepared, circulated for public review and comment, and, at a public hearing on May 5, 2005, by Motion No. 17007, certified by the Commission as complying with the California Environmental

Quality Act (Cal. Pub. Res. Code Section 21000 et seq., (hereinafter "CEQA"). The Commission has reviewed the Final EIR, which has been available for this Commission's review as well as public review.

The Rincon Hill Plan EIR is a Program EIR. Pursuant to CEQA Guideline 15168(c)(2), if the lead agency finds that no new effects could occur or no new mitigation measures would be required of a proposed project, the agency may approve the project as being within the scope of the project covered by the program EIR, and no additional or new environmental review is required. In approving the Rincon Hill Plan, the Commission adopted CEQA Findings in its Motion No. 17008 and hereby incorporates such Findings by reference.

Additionally, State CEQA Guidelines Section 15183 provides a streamlined environmental review for projects that are consistent with the development density established by existing zoning, community plan or general plan policies for which an EIR was certified, except as might be necessary to examine whether there are project-specific effects which are peculiar to the project or its site. Section 15183 specifies that examination of environmental effects shall be limited to those effects that (a) are peculiar to the project or parcel on which the project would be located, (b) were not analyzed as significant effects in a prior EIR on the zoning action, general plan or community plan with which the project is consistent, (c) are potentially significant off-site and cumulative impacts which were not discussed in the underlying EIR, or (d) are previously identified in the EIR, but which are determined to have a more severe adverse impact than that discussed in the underlying EIR. Section 15183(c) specifies that if an impact is not peculiar to the parcel or to the proposed project, then an EIR need not be prepared for that project solely on the basis of that impact.

On March 13, 2014, the Department determined that the proposed application did not require further environmental review under Section 15183 of the CEQA Guidelines and Public Resources Code Section 21083.3. The Project is consistent with the adopted zoning controls in the Rincon Hill Area Plan and was encompassed within the analysis contained in the Rincon Hill Plan Final EIR. Since the Rincon Hill Plan Final EIR was finalized, there have been no substantial changes to the Rincon Hill Area Plan and no substantial changes in circumstances that would require major revisions to the Final EIR due to the involvement of new significant environmental effects or an increase in the severity of previously identified significant impacts, and there is no new information of substantial importance that would change the conclusions set forth in the Final EIR. The file for this project, including the Rincon Hill Final EIR and the Community Plan Exemption certificate, is available for review at the San Francisco Planning Department, 1650 Mission Street, Suite 400, San Francisco, California.

Planning Department staff prepared a Mitigation Monitoring and Reporting Program (MMRP) setting forth mitigation measures that were identified in the Rincon Hill Plan EIR that are applicable to the project. These mitigation measures are set forth in their entirety in the MMRP attached to the draft Motion as Exhibit C.

The Planning Department, Jonas O. Ionin, is the custodian of records, located in the File for Case No. 2012.1025X at 1650 Mission Street, 4th Floor, San Francisco, California.

On July 17, 2014, the Planning Commission ("Commission") conducted a duly noticed public hearing at a regularly scheduled meeting on Downtown Project Authorization Application No. 2012.1025X.

The Commission has heard and considered the testimony presented to it at the public hearing and has further considered written materials and oral testimony presented on behalf of the applicant, Department staff, and other interested parties.

MOVED, that the Commission hereby authorizes the Downtown Project Authorization requested in Application No. 2012.1025X, subject to the conditions contained in "EXHIBIT A" of this motion, based on the following findings:

FINDINGS

Having reviewed the materials identified in the preamble above, and having heard all testimony and arguments, this Commission finds, concludes, and determines as follows:

1. The above recitals are accurate and constitute findings of this Commission.
2. **Site Description and Present Use.** The proposed project is located across three separate rectangular mid-block lots, which collectively measure 92-ft by 70-ft with a lot area of approximately 6,440± sq ft. The subject lot has approximately 92-ft of frontage on Fremont Street and approximately 92-ft of frontage on Zeno Place. The subject lot is currently vacant.
3. **Surrounding Properties and Neighborhood.** The project site is located in the Rincon Hill DTR Zoning District along a transitioning corridor within the Rincon Hill Plan area. To the north of the project site is a two-story, former industrial building, while to the south of the project site is the proposed eight-story, 83-unit residential project at 329-333 Fremont Street, which is currently under construction. Across from the project site is the six-story windowless PG&E building, as well as the new residential tower with up to 332 dwelling units at 340-350 Fremont Street, which is also under construction. Other zoning districts in the vicinity of the project site include: RC-4 (Residential-Commercial Combined, High Density) and TB-DTR (Transbay Downtown Residential).
4. **Project Description.** The proposed project includes new construction of a 25-story residential building of approximately 142,465 gross square feet (gsf), up to 118 dwelling units, up to 41 off-street parking spaces, and 105 Class 1 bicycle parking spaces. The project includes a dwelling unit mix consisting of 48 two-bedroom units, 47 one-bedroom units, and 23 studio units. The proposed project includes approximately 4,686 square feet of common open space via ground floor street improvements along Zeno Place, a roof deck, and private open space via private balconies. The entrances to the two below-grade parking levels are located off of Zeno Place.
5. **Public Comment.** As of July 10, 2014, the Department has received a number of public inquiries about the proposed project; however, these inquiries have expressed neither support, nor opposition to the proposed project.

6. **Planning Code Compliance:** The Commission finds that the Project is consistent with the relevant provisions of the Planning Code in the following manner:

- A. **Permitted Uses in RH-DTR Zoning Districts.** Planning Code Section 827.46 states that residential use is principally permitted use within the RH-DTR Zoning District.

The Project would construct new residential use within the RH-DTR Zoning District; therefore, the Project complies with Planning Code Section 827.46.

- B. **Height and Bulk.** Planning Code Section 827.10 outlines the requirements associated with the 85/250-R Height and Bulk District, as defined in Planning Code Sections 102.12, 105, 106, 250-252, 260, 263.19, and 270. As noted in Planning Code Section 260(b)(1)(H) and (I), certain features are exempt from the height limited including enclosed space related to the recreational use of the roof shall not to exceed 16 feet in height and additional building volume used to enclose or screen from view mechanical equipment and rooftop features. The rooftop form created by the added volume shall not be subject to the percentage coverage limitations otherwise applicable, shall meet the requirements of Section 141, shall not exceed 10 percent of the total height of any building taller than 105 feet, shall have a horizontal area not more than 85 percent of the total area of the highest occupied floor, and shall contain no space for human occupancy. The features described in (b)(1)(B) shall not be limited to 16 feet for buildings taller than 160 feet, but shall be limited by the permissible height of any additional rooftop volume allowed by this Subsection.

The Project complies with the 85/250-R Height and Bulk District because the Project measures 250-ft in height, as taken from the mid-point of grade to finish floor of the roof. The Project includes a rooftop screen for the mechanical equipment, which is approximately 25-ft above the height limit, and meets the requirements of Planning Code Section 260(b)(1)(H) and (I).

- C. **Tower Bulk and Spacing.** Planning Code Section 270(e) outlines the requirements for tower bulk and spacing. As noted in Planning Code Section 270(e)(2)(B), buildings between 241 and 300 feet in height may not exceed a plan length of 100 feet and a diagonal dimension of 125 feet, and may not exceed a maximum average floor area of 8,500 gross square feet. According to Planning Code Section 270(e)(2)(B), a minimum distance of 115 feet must be preserved between all structures above 110 feet in height at all levels above 110 feet in height.

The Project includes a building length of 90-ft, a diagonal dimension of 111-ft, and an average floor plate of 5,900 gsf. In addition, the Project maintains a tower separation of 115-ft from all structures above 110-ft in height at all levels above 110-ft in height. Therefore, the Project complies with Planning Code Section 270(e).

- D. **Rear Yard.** Planning Code Section 827.12 permits 100 percent lot coverage, and does not require a rear yard for the project site.

The Project includes 100 percent lot coverage, and is consistent with Planning Code Section 827.12.

- E. **Setbacks.** Planning Code Section 827.13 requires a building setback of 3-ft to 10-ft for all buildings except towers on Spear, Maine, Beale, Fremont, and First Streets.

Since the Project is a residential tower located along Fremont Street, the Project does not need to provide a building setback.

- F. **Street-Facing Active Uses.** Planning Code Sections 145.1 and 827.14 requires active uses on all street frontages. Per Planning Code Section 145.1, active use is defined as either: residential use above the ground floor or on the ground floor if they provide direct, individual pedestrian access to a public sidewalk; spaces accessory to residential uses, such as fitness or community rooms, with direct access to a public sidewalk; building lobbies, so long as they do not exceed 40-ft or 25% of building frontage, whichever is larger; or, public uses described in Planning Code Section 790.80.

The Project provides active uses along Fremont Street and Zeno Place. The residential lobby is limited to 40-ft wide, and the Project provides a ground floor dwelling unit with individual, direct access to the street. Along Zeno Place, the Project provides the permitted vehicular access for off-street parking and loading, as well as accessory spaces necessary for the functioning of the residential building. Therefore, the Project complies with Planning Code Sections 145.1 and 827.14.

- G. **Off-Street Parking.** Planning Section 151.1 of the Planning Code permits one off-street parking space for each two dwelling units.

The Project is allowed to have a maximum of 59 off-street parking spaces for the 118 dwelling units. Currently, the Project provides 41 off-street parking spaces via mechanical lifts. Of the 41 off-street parking spaces, three parking spaces are identified as handicap accessible and one parking space is identified as a car share parking space. Therefore, the Project complies with Planning Code Section 151.1.

- H. **Parking and Loading Access.** Planning Code Sections 145.14, 151.1, 155(r), and 827.16 prohibits parking above ground except on sloping sites, and limits parking access to two openings that are a maximum of 11-ft wide each. Loading access is limited to one opening that is a maximum of 15-ft wide.

The Project includes 41 below-grade, off-street parking spaces, which are accessible from two openings along Zeno Place, which each measure 9-ft 6-in. Along Zeno Place, the Project also includes one loading opening, which is approximately 15-ft wide. Therefore, the Project complies with Planning Code Section 827.16.

- I. **Usable Open Space per Residential Unit.** Planning Code Sections 135 and 827.16 require a minimum of 75 sq ft of open space per dwelling unit. Private usable open space shall have a minimum horizontal dimension of six feet and a minimum area of 36 sq ft is located on a

deck, balcony, porch or roof, and shall have a minimum horizontal dimension of 10 feet and a minimum area of 100 sq ft if located on open ground, a terrace or the surface of an inner or outer court. Common usable open space shall be at least 15 feet in every horizontal dimension and shall be a minimum area of 300 sq ft. Further, inner courts may be credited as common usable open space if the enclosed space is not less than 20 feet in every horizontal dimension and 400 sq ft in area, and if the height of the walls and projections above the court on at least three sides is such that no point on any such wall or projection is higher than one foot for each foot that such point is horizontally distant from the opposite side of the clear space in the court.

The Project is required to provide 8,850 sq ft of open space for the proposed 118 dwelling units.

In total, the Project exceeds the requirements for open space by constructing a total of 10,431 sq ft of usable open space. The Project would construct private balconies for certain dwelling unit on the sixth floor and above. In addition, the Project would construct common open space via street improvements along Zeno Place and a ground floor entry plaza along Fremont Street (measuring a total of 2,446 sq ft), and a roof deck that measures a total of 2,240 sq ft. Although the Project exceeds the amount of required open space, the size and dimension of the provided open space does not meet the dimensional requirements of the Planning Code. Therefore, the Project is requesting a variance from Planning Code Section 135 (See Case No. 2012.1025V).

- J. **Permitted Obstructions.** Planning Code Section 136 outlines the requirements for features, which may project over a street, alley, setback or usable open space. Generally, projections over streets and alleys are limited to 3-ft deep with a maximum length of 15-ft for each bay window or balcony. This length shall be reduced in proportion to the distance from such line by means of a 45 degree angle drawn inward from the ends of the 15-ft dimension, thus reaching a maximum of 9-ft along a line parallel to and at a distance of 3-ft from the line establishing the required open area.

The Project includes balconies that project over the property line onto Fremont Street. These balconies do not meet the dimensional requirements of the Planning Code. Therefore, the Project is requesting a variance from Planning Code Section 136 (See Case No. 2012.1025V).

- K. **Streetscape and Pedestrian Improvements.** Planning Code Section 138.1 requires one new street tree for every 20 feet of street frontage for projects proposing new construction, as well as a streetscape plan, which includes elements from the Better Streets Plan.

The Project includes the new construction of a 25-story residential tower on a lot with approximately 92-ft of frontage along Fremont Street and approximately 92-ft of frontage along Zeno Place. Therefore, the Project is required to provide a total of 5 street trees along Fremont Street and 5 street trees along Zeno Place.

The Project will provide 5 new street trees along Fremont Street, and will pay an in-lieu fee for the five required street trees along Zeno Place, as specified in Planning Code Section 428. Due to the narrow

width of Zeno Place and the site conditions, the Project cannot provide new street trees along the Zeno Place street frontage without compromising vehicular access and loading. Alternatively, the Project is proposing sidewalk widening, as well as other streetscape improvements, which may include a green wall, permeable paving, an art light installation, raised crosswalk, and/or unique paving. The Project will seek an In-Kind Agreement for streetscape work along Zeno Place and beyond the project site.

Therefore, the Project complies with Planning Code Section 138.1.

- L. **Bird Safety.** Planning Code Section 139 outlines the standards for bird-safe buildings, including the requirements for location-related and feature-related hazards.

The subject lot is not located in close proximity to an Urban Bird Refuge. The Project meets the requirements of feature-related standards and does not include any unbroken glazed segments 24-sq ft and larger in size; therefore, the Project complies with Planning Code Section 139.

- M. **Dwelling Unit Exposure.** Planning Code Section 140 requires that at least one room of all dwelling units face onto a public street, public alley at least 25-ft in width, side yard at least 25-ft in width, or rear yard, which meets the requirements of the Planning Code.

The Project organizes the dwelling units to have exposure either on Fremont Street or Zeno Place, which measures approximately 18-ft wide. Currently, the dwelling units along the east façade (facing Zeno Place) do not face onto a public alley that is at least 25-ft wide. Therefore, the Project is seeking a modification of the dwelling unit exposure requirements for these dwelling units as part of the Downtown Project Authorization (See Below).

- N. **Bicycle Parking.** Planning Section 155.2 of the Planning Code requires at least 100 Class 1 bicycle parking spaces plus one Class 1 bicycle parking space for every four dwelling units and one Class 2 bicycle parking spaces for every 20 dwelling units.

The Project includes 118 dwelling units; therefore, the Project is required to provide 105 Class 1 bicycle parking spaces and 5 Class 2 bicycle parking spaces. The Project will provide 105 Class 1 bicycle parking spaces on the ground floor level off of the main residential lobby. The Project provides 5 Class 2 bicycle parking spaces on the sidewalk off of Fremont Street. Therefore, the Project complies with Planning Code Section 155.2.

- O. **Car Share Requirements.** Planning Code Section 166 requires one car-share parking spaces, plus one for every 200 dwelling units over 200, for projects with 201 residential units or more.

Since the Project includes 118 dwelling units, it is required to provide a minimum of one car-share parking spaces. The Project provides one car-share parking space. Therefore, the Project complies with Planning Code Section 166.

- P. **Unbundled Parking.** Planning Code Section 167 requires that all off-street parking spaces accessory to residential uses in new structures of 10 dwelling units or more be leased or sold separately from the rental or purchase fees for dwelling units for the life of the dwelling units.

The Project is providing off-street parking that is accessory to the dwelling units. These spaces will be unbundled and sold and/or leased separately from the dwelling units; therefore, the Project meets this requirement.

- Q. **Dwelling Unit Mix.** Planning Code Section 207.6 requires that no less than 40 percent of the total number of proposed dwelling units contain at least two bedrooms, or no less than 30 percent of the total number of proposed dwelling units contain at least three bedrooms.

For the 118 dwelling units, the Project is required to provide at least 47 two-bedroom units or 35 three-bedroom units. The Project provides 23 studios, 47 one-bedroom units, and 48 two-bedroom units. Therefore, the Project meets the requirements for dwelling unit mix.

- R. **Shadow.** Planning Code Section 147 requires the reduction of shadow on certain public or publicly accessible open spaces in C-3, South of Market Mixed Use and Eastern Neighborhoods Mixed Use Districts. Similarly, Planning Code Section 295 restricts net new shadow, cast by structures exceeding a height of 40 feet, upon property under the jurisdiction of the Recreation and Park Commission. Any project in excess of 40 feet in height and found to cast net new shadow must be found by the Planning Commission, with comment from the General Manager of the Recreation and Parks Department, in consultation with the Recreation and Park Commission, to have no adverse impact upon the property under the jurisdiction of the Recreation and Park Commission.

Based upon a detailed shadow analysis, the Project does not cast any net new shadow upon public open space or properties under the jurisdiction of the Recreation and Parks Commission.

- S. **Inclusionary Affordable Housing Program.** Planning Code Section 415 sets forth the requirements and procedures for the Inclusionary Affordable Housing Program. Under Planning Code Section 415.3, the current percentage requirements apply to projects that consist of ten or more units, where the first application (EE or BPA) was applied for on or after July 18, 2006. Pursuant to Planning Code Section 415.5, the Project must pay the Affordable Housing Fee ("Fee"). This Fee is made payable to the Department of Building Inspection ("DBI") for use by the Mayor's Office of Housing for the purpose of increasing affordable housing citywide.

The Project Sponsor submitted a 'Affidavit of Compliance with the Inclusionary Affordable Housing Program: Planning Code Section 415,' to satisfy the requirements of the Inclusionary Affordable Housing Program through payment of the Fee, in an amount to be established by the Mayor's Office of Housing at a rate equivalent to an off-site requirement of 17 percent, as defined in Planning Code

Section 415.7(a)(1)(C). The Environmental Evaluation Application was submitted on October 23, 2012.

- T. Rincon Hill Community Infrastructure Impact Fee.** Planning Code Section 418 is applicable to any development project within the Rincon Hill Area Plan that results in the addition of at least one net new residential unit.

The Project includes approximately 142,465 gross square feet of new residential development that is subject to the Rincon Hill Community Infrastructure Impact Fee, as outlined in Planning Code Section 418. These fees must be paid prior to the issuance of the building permit application.

- U. South of Market (SOMA) Community Stabilization Fee.** Planning Code Section 418.3(d) is applicable to any development project within the Rincon Hill Area Plan that results in new residential development.

The Project includes approximately 142,465 gross square feet of new residential development that is subject to the SOMA Community Stabilization Fee, as outlined in Planning Code Section 418.3(d). These fees must be paid prior to the issuance of the building permit application.

- V. Building Standards-Development Concept.** Planning Code Section 827(a)(1) outlines a development concept that establishes a podium up to 85-ft in height with a slender residential towers spaced to provide ample light and air to the district. New development will contribute to the creation of a substantial amount of public open space, as well as provide private common areas, courtyards, and balconies. Streets will be improved to provide widened sidewalks with substantial public open space. Ground floor uses will be pedestrian-oriented in character, consisting primarily of retail on Folsom Street, and individual townhouse-style residential units on First, Fremont, Beale, Main, and Spear Streets, as well as on alleys and mid-block pathways. Parking will be located below grade, and building utilities (loading bays, service doors, garage doors) will be located in sidewalk vaults or on secondary frontages.

The Project includes a slender residential tower that establishes a sense of a podium level with the private balconies, which start at the sixth floor. The Project provides a new residential tower along Fremont Street, which is encouraged by the Rincon Hill Area Plan. The Project includes common open space and private balconies, as well as ground floor street improvements along Fremont Street and Zeno Place. The ground floor uses are pedestrian-oriented and adhere to the active use requirements. Off-street parking is located below grade with access on the alley. Therefore, the Project is consistent with the development concept of the Rincon Hill Downtown Residential District.

- W. Required Individual Ground Floor Residential Units.** Planning Code Section 827(a)(2)(B) requires individual ground floor residential units with direct pedestrian access on frontages facing Fremont Street that are more than 60 feet from an intersection, except where residential lobbies, parking and loading access, utilities, and open space are necessary.

The Project does not include a residential unit on the lowest floor level accessible from Zeno Place or Fremont Street. However, the Project does include a residential unit on the 2nd Floor that has a direct access to Fremont Street. Since the Project does not meet the strict requirements of the Planning Code, the Project is seeking a variance from Planning Code Section 827(a)(2)(B) (See Case No. 2012.1025V).

7. **Downtown Project Authorization in RH-DTR.** Planning Code Section 309.1 lists aspects of design review in which a project must comply; the Planning Commission finds that the project is compliant with these aspects as follows:

- A. Overall building mass and scale.

The Project's mass and scale are appropriate for the surrounding context, which includes a mixed context of former industrial properties and larger-scale residential towers. The Project assists in fulfilling the vision of the Rincon Hill Area Plan, and provides a residential tower that assists in sculpting the San Francisco skyline, while also providing context for the other nearby towers. Overall, the mass and scale are appropriate for the surrounding context.

- B. Architectural treatments, facade design and building materials:

The Project's architectural treatments, facade design and building materials include metal screens and a glazed curtain wall. The Project provides an undulating expression on the exterior facade with angled balconies and bays, which provide a steady rhythm along each facade. The Project wraps the glazing onto the secondary facades, which assists in a holistic view of the exterior. The rhythmic nature of the exterior fits within the context of the Rincon Hill neighborhood. Overall, the Project offers a high quality architectural treatment, which provides for unique and expressive architectural design that is consistent with the new construction in the surrounding neighborhood.

- C. The design of lower floors, including building setback areas, commercial space, townhouses, entries, utilities, and the design and siting of rear yards, parking and loading access;

The Project features a residential lobby with a gracious public entry on the ground floor off of Fremont Street. The Project provides vehicular access and a loading area off of Zeno Place. Due to the steep slope of the site, the Project also features one dwelling unit, which has individual pedestrian access from Fremont Street. Along with the proposed street improvements, the Project provides a lower floor level that encourages and improves the pedestrian experience.

- D. On sloping sites, parking provided above ground pursuant to Section 825(b)(5)(A);

Although the Project is located on a sloping site, all off-street parking is located below grade, as is consistent with the policies of the Rincon Hill Area Plan.

- E. The provision of required open space, both on- and off-site;

The Project provides the necessary amount of open space on-site; however, the open space does not meet the dimensional requirements of the Planning Code.

- F. Streetscape and other public improvements, including tree planting, street furniture, and lighting.

In compliance with Planning Code Section 138.1, the Project provides 5 street trees along Fremont Street, and will pay an in-lieu fee for the 5 required street trees not provided on Zeno Place. In addition, the Project includes streetscape elements, including raised crosswalks, expanded sidewalks, and site furnishings. The Department finds that these improvements would improve the public realm. In addition, the Project is seeking an In-Kind Agreement to extend these improvements along Fremont Street and Zeno Place.

- G. Circulation, including streets, alleys and mid-block pedestrian pathways;

The Project has street frontage on Fremont Street and Zeno Place, and incorporates sidewalk and public realm improvements, including sidewalk widening, street trees and street furniture. The primary focal point for the residents would occur on Fremont Street through the residential lobby, which is adjacent to a dwelling unit, which has individual pedestrian access to the street. Automobile access is limited to the two entrances located along Zeno Place.

- H. Other changes necessary to bring a project into conformance with the applicable elements and area plans of the General Plan.

The Project is seeking a variance from the Zoning Administrator to address the Planning Code requirements for open space (Planning Code Section 135), permitted obstructions (Planning Code Section 136), and required individual ground floor residential units (Planning Code Section 827(a)(2)(B)).

The Project, on balance, meets the Objectives and Policies of the General Plan (See Below).

8. **Downtown Project Authorization Exceptions.** Proposed Planning Code Section 309.1 allows exceptions for projects in the Rincon Hill Downtown Residential District:

- A. Reductions in the dwelling unit exposure requirements of Section 140;

Under Planning Code Section 140, all dwelling units must face onto a public street or alley that is at least 25-wide. The Project organizes the dwelling units to have exposure either on Fremont Street or Zeno Place. Zeno Place only measures 18-ft wide. Currently, the dwelling units located along the east façade of the proposed project do not face onto a public alley, which meets the dimensional requirements of the Planning Code. However, these dwelling units still face onto a public alley, which affords sufficient access to light and air. Given the overall design and composition of the Project, the Department supports this modification due to the Project's high quality of design and community benefits.

9. **General Plan Compliance.** The Project is, on balance, consistent with the following Objectives and Policies of the General Plan:

HOUSING

Objectives and Policies

OBJECTIVE 1

IDENTIFY AND MAKE AVAILABLE FOR DEVELOPMENT ADEQUATE SITES TO MEET THE CITY'S HOUSING NEEDS, ESPECIALLY PERMANENTLY AFFORDABLE HOUSING.

Policy 1.1

Plan for the full range of housing needs in the City and County of San Francisco, especially affordable housing.

The Project is a high density residential development in transitioning area. This Project is one of the few remaining project sites within the Rincon Hill Area Plan. The Project site is an ideal infill site that is largely vacant. The project site was rezoned to RH-DTR as part of a long range planning goal to create a cohesive, higher density residential neighborhood. The surrounding neighborhood features a consistent zoning, which encourages residential along Fremont Street. The Project will pay the Affordable Housing Fee, which will provide opportunities for affordable housing across the City.

OBJECTIVE 11

SUPPORT AND RESPECT THE DIVERSE AND DISTINCT CHARACTER OF SAN FRANCISCO'S NEIGHBORHOODS.

Policy 11.1

Promote the construction and rehabilitation of well-designed housing that emphasizes beauty, flexibility, and innovative design, and respects existing neighborhood character.

Policy 11.2

Ensure implementation of accepted design standards in project approvals.

Policy 11.3

Ensure growth is accommodated without substantially and adversely impacting existing residential neighborhood character.

Policy 11.4

Continue to utilize zoning districts which conform to a generalized residential land use and density plan and the General Plan.

Policy 11.6

Foster a sense of community through architectural design, using features that promote community interaction.

Policy 11.8

Consider a neighborhood's character when integrating new uses, and minimize disruption caused by expansion of institutions into residential areas.

The Project provides a new residential tower as anticipated within the Rincon Hill Area Plan. The Project's facades provide a rhythmic expression, which is a consistent characteristic of the surrounding context. The Project fits into the surrounding context, and provides new construction, which is of high quality design and construction. The exterior is designed with modern materials including metal screens and a glazed curtain wall.

TRANSPORTATION ELEMENT

Objectives and Policies

OBJECTIVE 24:

IMPROVE THE AMBIENCE OF THE PEDESTRIAN ENVIRONMENT.

Policy 24.2:

Maintain and expand the planting of street trees and the infrastructure to support them.

Policy 24.3:

Install pedestrian-serving street furniture where appropriate.

Policy 24.4:

Preserve pedestrian-oriented building frontages.

The Project will install new street trees along Fremont Street, and will undertake street improvements along Fremont Street and Zeno Place, including sidewalk widening, site furnishings, and raised crosswalks (Zeno Place). Frontages are designed with active spaces oriented at the pedestrian level.

OBJECTIVE 28:

PROVIDE SECURE AND CONVENIENT PARKING FACILITIES FOR BICYCLES.

Policy 28.1:

Provide secure bicycle parking in new governmental, commercial, and residential developments.

Policy 28.3:

Provide parking facilities which are safe, secure, and convenient.

The Project includes 105 Class 1 bicycle parking spaces and 5 Class 2 bicycle parking spaces in secure, convenient locations.

OBJECTIVE 34:

RELATE THE AMOUNT OF PARKING IN RESIDENTIAL AREAS AND NEIGHBORHOOD COMMERCIAL DISTRICTS TO THE CAPACITY OF THE CITY'S STREET SYSTEM AND LAND USE PATTERNS.

Policy 34.1:

Regulate off-street parking in new housing so as to guarantee needed spaces without requiring excesses and to encourage low auto ownership in neighborhoods that are well served by transit and are convenient to neighborhood shopping.

Policy 34.3:

Permit minimal or reduced off-street parking supply for new buildings in residential and commercial areas adjacent to transit centers and along transit preferential streets.

Policy 34.5:

Minimize the construction of new curb cuts in areas where on-street parking is in short supply and locate them in a manner such that they retain or minimally diminish the number of existing on-street parking spaces.

The Project has a parking to dwelling unit ratio of .34 space per unit, which is below the permitted ratio of .5 per unit. The parking spaces are accessed via two entrances on Zeno Place. Parking is adequate for the project and complies with maximums prescribed by the Planning Code.

URBAN DESIGN ELEMENT

Objectives and Policies

OBJECTIVE 1:

EMPHASIS OF THE CHARACTERISTIC PATTERN WHICH GIVES TO THE CITY AND ITS NEIGHBORHOODS AN IMAGE, A SENSE OF PURPOSE, AND A MEANS OF ORIENTATION.

Policy 1.7:

Recognize the natural boundaries of districts, and promote connections between districts.

The Project is located within the Rincon Hill neighborhood, which has transitioned into a residential neighborhood with strong commercial corridors. As such, the Project provides expressive street façades, which respond to form, scale and material palette of the new construction in the neighborhood.

OBJECTIVE 4:

IMPROVEMENT OF THE NEIGHBORHOOD ENVIRONMENT TO INCREASE PERSONAL SAFETY, COMFORT, PRIDE AND OPPORTUNITY.

Policy 4.5:

Design walkways and parking facilities to minimize danger to pedestrians.

Policy 4.13:

Improve pedestrian areas by providing human scale and interest.

Although the project site has two street frontages, it provides vehicular access off of Zeno Place, thus limiting conflicts with pedestrians and bicyclists. Numerous street trees will be planted on Fremont Street. Ample frontages, common and private open spaces, and ground floor active uses directly accessing the street will also be provided by the Project. Along the project site, the pedestrian experience will be greatly improved. The site is currently vacant.

RINCON HILL AREA PLAN

Objectives and Policies

Land Use

OBJECTIVE 1.1

ENCOURAGE THE DEVELOPMENT OF A UNIQUE DYNAMIC, MIXED-USE RESIDENTIAL NEIGHBORHOOD CLOSE TO DOWNTOWN, WHICH WILL CONTRIBUTE SIGNIFICANTLY TO THE CITY'S HOUSING SUPPLY.

OBJECTIVE 1.2

MAXIMIZE HOUSING IN RINCON HILL TO CAPITALIZE ON RINCON HILL'S CENTRAL LOCATION ADJACENT TO DOWNTOWN EMPLOYMENT AND TRANSIT SERVICE, WHILE STILL RETAINING THE DISTRICT'S LIVABILITY.

OBJECTIVE 1.5

ADD LIFE AND ACTIVITY TO THE DISTRICT'S PUBLIC SPACES BY PROVIDING ACTIVE USES ON STREET-FACING GROUND FLOORS.

Policy 1.1

Allow housing as a principal permitted use throughout the district.

Policy 1.3

Eliminate the residential density limit to encourage the maximum amount of housing possible within the allowable building envelope.

Policy 1.4

Require parking to be located primarily underground so that the allowable above-ground building envelope can be used for housing.

Housing

OBJECTIVE 2.1

PROVIDE QUALITY HOUSING IN A PLEASANT ENVIRONMENT THAT HAS ADEQUATE ACCESS TO LIGHT, AIR, OPEN SPACE AND NEIGHBORHOOD AMENITIES, AND THAT IS BUFFERED FROM EXCESSIVE NOISE.

OBJECTIVE 2.3

ENCOURAGE NEW HOUSING PRODUCTION OF AN ADEQUATE SIZE AND CONFIGURATION TO SERVE FAMILIES.

Policy 2.4

Require 40 percent of all units in new development to be two or more bedroom units.

Urban Design

OBJECTIVE 3.1

ACHIEVE AN AESTHETICALLY PLEASING RESIDENTIAL COMMUNITY.

OBJECTIVE 3.2

DEVELOP A DISTINCTIVE SKYLINE FORM FOR RINCON HILL THAT COMPLIMENTS THE LARGER FORM OF DOWNTOWN, THE NATURAL LANDFORM, AND THE WATERFRONT AND THE BAY, AND RESPONDS TO EXISTING POLICIES IN THE URBAN DESIGN ELEMENT.

OBJECTIVE 3.5

MAINTAIN VIEW CORRIDORS THROUGH THE AREA BY MEANS OF HEIGHT AND BULK CONTROLS THAT INSURE CAREFULLY SPACED SLENDER TOWERS RATHER THAN BULKY, MASSIVE BUILDINGS.

OBJECTIVE 3.6

ENSURE ADEQUATE LIGHT AND AIR TO THE DISTRICT AND MINIMIZE WIND AND SHADOW ON PUBLIC STREETS AND OPEN SPACES.

OBJECTIVE 3.8

ENCOURAGE A HUMAN SCALE STREETScape WITH ACTIVITIES AND DESIGN FEATURES AT PEDESTRIAN EYE LEVEL, AND AN ENGAGING PHYSICAL TRANSITION BETWEEN PRIVATE DEVELOPMENT AND THE PUBLIC REALM.

OBJECTIVE 3.9

MINIMIZE THE VISUAL IMPACTS OF RESIDENTIAL PARKING, LOADING, UTILITIES AND SERVICES ON THE NEIGHBORHOOD.

Policy 3.3

Minimize tower bulk to the dimensions shown in Figure 4, to ensure a feasible tower floorplate, to create elegant, slender towers and to preserve views and exposure to light and air.

Policy 3.4

Require towers to be spaced no less than 115 feet apart, the maximum plan dimension per Figure 4 for towers over 85 feet in height, to minimize shadowing of streets and open space, and to preserve at least as much sky plane as tower bulk.

Policy 3.5

Allow no more than three towers per block, to optimize exposure to light and air from residential units, streets and open spaces.

Policy 3.17

Require that all parking must be located below street grade. For sloping sites with a grade change of greater than ten feet, require that no less than 50 percent of the parking must be below grade, and any portions not below grade must be lined by active uses.

The Project provides new residential development that is consistent with the Objectives and Policies of the Rincon Area Plan. The Project provides a new residential tower within the prescribed height, bulk and tower spacing guidelines, and includes the appropriate dwelling unit mix, since 40 percent or 48 units are two-bedroom dwelling units. The Project provides below-grade off-street parking and also incorporates street and ground level improvements, including sidewalk widening, street trees and site furnishings, to better enhance the public realm. The Project introduces a contemporary architectural vocabulary, which is bold and elegant relative to the surrounding context. The Project provides for a high quality designed exterior with a variety of patterns, textures and materials. The Project will also pay the appropriate development impact fees, including the Rincon Hill Community Impact Fee.

10. **Planning Code Section 101.1(b)** establishes eight priority-planning policies and requires review of permits for consistency with said policies. On balance, the project does comply with said policies in that:

A. That existing neighborhood-serving retail uses be preserved and enhanced and future opportunities for resident employment in and ownership of such businesses be enhanced.

The project site does not contain any existing neighborhood-serving retail uses. The Project will provide new residents to the area, which will provide opportunity for patronage to nearby retail uses.

B. That existing housing and neighborhood character be conserved and protected in order to preserve the cultural and economic diversity of our neighborhoods.

No housing exists on the project site. The project will provide up to 118 new dwelling units, thus resulting in a significant increase in the neighborhood housing stock. The Project is expressive in design, and relates to the scale and form of the new construction in the surrounding neighborhood.

C. That the City's supply of affordable housing be preserved and enhanced.

The Project will not displace any affordable housing because there is currently no housing on the site. The Project will comply with the City's Inclusionary Housing Program, and shall pay the Affordable Housing Fee, which shall provide opportunity for future affordable housing.

- D. That commuter traffic not impede MUNI transit service or overburden our streets or neighborhood parking.

The project site is well-served by public transportation. The Project is located within a half block from a Muni bus station, is within two blocks of the temporary Transbay Terminal, and is within three blocks of the MUNI station at The Embarcadero and Folsom Streets. Future residents would be afforded close proximity to bus or rail transit. The Project also provides sufficient off-street parking at a ratio of .34 per dwelling unit, and sufficient bicycle parking for residents and their guests.

- E. That a diverse economic base be maintained by protecting our industrial and service sectors from displacement due to commercial office development, and that future opportunities for resident employment and ownership in these sectors be enhanced.

The Project would not display any industrial or service sectors due to commercial office development, because the Project solely includes new residential development.

- F. That the City achieve the greatest possible preparedness to protect against injury and loss of life in an earthquake.

The project will be designed and will be constructed to conform to the structural and seismic safety requirements of the Building Code. This proposal will not impact the property's ability to withstand an earthquake.

- G. That landmarks and historic buildings be preserved.

There are no landmarks or historic buildings on the project site.

- H. That our parks and open space and their access to sunlight and vistas be protected from development.

The Project will not affect the City's parks or open space or their access to sunlight and vistas. A shadow study was completed and concluded that the Project will not cast shadows on any property under the jurisdiction of, or designated for acquisition by, the Recreation and Park Commission.

11. **First Source Hiring.** The Project is subject to the requirements of the First Source Hiring Program as they apply to permits for residential development (Section 83.4(m) of the Administrative Code), and the Project Sponsor shall comply with the requirements of this Program as to all construction work and on-going employment required for the Project. Prior to the issuance of any building permit to construct or a First Addendum to the Site Permit, the Project Sponsor shall have a First Source Hiring Construction and Employment Program approved by the First Source Hiring Administrator, and evidenced in writing. In the event that both the Director of

Planning and the First Source Hiring Administrator agree, the approval of the Employment Program may be delayed as needed.

The Project Sponsor executed a Memorandum of Understanding (MOU) with the City and County of San Francisco, as part of the First Source Hiring Program, as noted in the agreement dated March 3, 2014.

12. The Project is consistent with and would promote the general and specific purposes of the Code provided under Section 101.1(b) in that, as designed, the Project would contribute to the character and stability of the neighborhood and would constitute a beneficial development.
13. The Commission hereby finds that approval of the Downtown Project Authorization would promote the health, safety and welfare of the City.

DECISION

That based upon the Record, the submissions by the Applicant, the staff of the Department and other interested parties, the oral testimony presented to this Commission at the public hearings, and all other written materials submitted by all parties, the Commission hereby **APPROVES Downtown Project Authorization Application No. 2012.1025X** under Planning Code Section 309.1 to allow the new construction of a 25-story residential building with up to 118 dwelling units, and a modification to the requirements for dwelling unit exposure (Planning Code Section 140), within the RH-DTR (Rincon Hill Downtown Residential) Zoning District, and a 85/250-R Height and Bulk District. The project is subject to the following conditions attached hereto as "EXHIBIT A" in general conformance with plans on file, dated July 10, 2014, and stamped "EXHIBIT B", which is incorporated herein by reference as though fully set forth.

The Planning Commission hereby adopts the MMRP attached hereto as Exhibit C and incorporated herein as part of this Motion by this reference thereto. All required mitigation measures identified in the Rincon Hill Plan EIR and contained in the MMRP are included as conditions of approval.

APPEAL AND EFFECTIVE DATE OF MOTION: Any aggrieved person may appeal this Section 309.1 Downtown Project Authorization to the Board of Appeals within fifteen (15) days after the date of this Motion. The effective date of this Motion shall be the date of adoption of this Motion if not appealed (after the 15-day period has expired) OR the date of the decision of the Board of Appeals if appealed to the Board of Appeals. For further information, please contact the Board of Appeals at (415) 575-6880, 1660 Mission, Room 3036, San Francisco, CA 94103.

Protest of Fee or Exaction: You may protest any fee or exaction subject to Government Code Section 66000 that is imposed as a condition of approval by following the procedures set forth in Government Code Section 66020. The protest must satisfy the requirements of Government Code Section 66020(a) and must be filed within 90 days of the date of the first approval or conditional approval of the development referencing the challenged fee or exaction. For purposes of Government Code Section 66020, the date of imposition of the fee shall be the date of the earliest discretionary approval by the City of the subject development.

If the City has not previously given Notice of an earlier discretionary approval of the project, the Planning Commission's adoption of this Motion, Resolution, Discretionary Review Action or the Zoning Administrator's Variance Decision Letter constitutes the approval or conditional approval of the development and the City hereby gives **NOTICE** that the 90-day protest period under Government Code Section 66020 has begun. If the City has already given Notice that the 90-day approval period has begun for the subject development, then this document does not re-commence the 90-day approval period.

I hereby certify that the Planning Commission ADOPTED the foregoing Motion on July 17, 2014.

Motion No. 19190
July 17, 2014

CASE NO. 2012.1025X
325 Fremont Street

Christine Lamorena
Acting Commission Secretary

AYES: Antonini, Fong, Hillis, Johnson, Moore, Sugaya, and Wu

NAYS:

ABSENT:

ADOPTED: July 17, 2014

EXHIBIT A

AUTHORIZATION

This authorization is for a Downtown Project Authorization to allow for the new construction of a 25-story residential building with up to 118 dwelling units, and a modification to the requirements for dwelling unit exposure, located at 325 Fremont Street, Lots 012, 013, and 014 in Assessor's Block 3747, pursuant to Planning Code Section 309.1 within the RH-DTR (Rincon Hill Downtown Residential) Zoning District, and a 85/250-R Height and Bulk District; in general conformance with plans, dated July 10, 2014, and stamped "EXHIBIT B" included in the docket for Case No. 2012.1025X and subject to conditions of approval reviewed and approved by the Commission on July 17, 2014 under Motion No. **19190**. This authorization and the conditions contained herein run with the property and not with a particular Project Sponsor, business, or operator.

RECORDATION OF CONDITIONS OF APPROVAL

Prior to the issuance of the building permit or commencement of use for the Project the Zoning Administrator shall approve and order the recordation of a Notice in the Official Records of the Recorder of the City and County of San Francisco for the subject property. This Notice shall state that the project is subject to the conditions of approval contained herein and reviewed and approved by the Planning Commission on July 17, 2014 under Motion No. **19190**.

PRINTING OF CONDITIONS OF APPROVAL ON PLANS

The conditions of approval under the 'Exhibit A' of this Planning Commission Motion No. **19190** shall be reproduced on the Index Sheet of construction plans submitted with the Site or Building permit application for the Project. The Index Sheet of the construction plans shall reference to the Office Development Authorization and any subsequent amendments or modifications.

SEVERABILITY

The Project shall comply with all applicable City codes and requirements. If any clause, sentence, section or any part of these conditions of approval is for any reason held to be invalid, such invalidity shall not affect or impair other remaining clauses, sentences, or sections of these conditions. This decision conveys no right to construct, or to receive a building permit. "Project Sponsor" shall include any subsequent responsible party.

CHANGES AND MODIFICATIONS

Changes to the approved plans may be approved administratively by the Zoning Administrator. Significant changes and modifications of conditions shall require Planning Commission approval of a new authorization.

Conditions of Approval, Compliance, Monitoring, and Reporting

PERFORMANCE

Validity. The authorization and right vested by virtue of this action is valid for three (3) years from the effective date of the Motion. The Department of Building Inspection shall have issued a Building Permit or Site Permit to construct the project and/or commence the approved use within this three-year period.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

Expiration and Renewal. Should a Building or Site Permit be sought after the three (3) year period has lapsed, the project sponsor must seek a renewal of this Authorization by filing an application for an amendment to the original Authorization or a new application for Authorization. Should the project sponsor decline to so file, and decline to withdraw the permit application, the Commission shall conduct a public hearing in order to consider the revocation of the Authorization. Should the Commission not revoke the Authorization following the closure of the public hearing, the Commission shall determine the extension of time for the continued validity of the Authorization.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

Diligent Pursuit. Once a site or Building Permit has been issued, construction must commence within the timeframe required by the Department of Building Inspection and be continued diligently to completion. Failure to do so shall be grounds for the Commission to consider revoking the approval if more than three (3) years have passed since this Authorization was approved.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

Extension. All time limits in the preceding three paragraphs may be extended at the discretion of the Zoning Administrator where implementation of the project is delayed by a public agency, an appeal or a legal challenge and only by the length of time for which such public agency, appeal or challenge has caused delay.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

Conformity with Current Law. No application for Building Permit, Site Permit, or other entitlement shall be approved unless it complies with all applicable provisions of City Codes in effect at the time of such approval.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

Mitigation Measures. Mitigation measures described in the MMRP for the Rincon Hill Plan EIR (Case No. 2012.1025E) attached as Exhibit C are necessary to avoid potential significant effects of the proposed project and have been agreed to by the project sponsor.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

Additional Project Authorization. The Project Sponsor must obtain a variance from the Zoning Administration to address the requirements for open space (Planning Code Section 135), permitted obstructions over a street, alley, setback or usable open space (Planning Code Section 136) and required individual ground floor dwelling units. The conditions set forth below are additional conditions required in connection with the Project. If these conditions overlap with any other requirement imposed on the Project, the more restrictive or protective condition or requirement, as determined by the Zoning Administrator, shall apply.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

Prior Conditions of Approval. This Motion No. 19190 allows the new construction of a 25-story residential building with up to 118 dwelling units and 41 off-street parking spaces. The Conditions of Approval for this Motion supersede the conditions of approval for previously-approved Motion No. 15086 (Case No. 99.414CVK) and Motion No. 16935 (Case No. 2004.0636CV).

DESIGN – COMPLIANCE AT PLAN STAGE

Final Materials. The Project Sponsor shall continue to work with Planning Department on the building design. Final materials, glazing, color, texture, landscaping, and detailing shall be subject to Department staff review and approval. The architectural addenda shall be reviewed and approved by the Planning Department prior to issuance.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

Street Trees. Pursuant to Planning Code Section 138.1 (formerly 143), the Project Sponsor shall submit a site plan to the Planning Department prior to Planning approval of the building permit application indicating that street trees, at a ratio of one street tree of an approved species for every 20 feet of street frontage along public or private streets bounding the Project, with any remaining fraction of 10 feet or more of frontage requiring an extra tree, shall be provided. Therefore, the Project shall provide at least five street trees along Fremont Street. The street trees shall be evenly spaced along the street frontage except where proposed driveways or other street obstructions do not permit. The exact location, size and species of tree shall be as approved by the Department of Public Works (DPW). In any case in which DPW cannot grant approval for installation of a tree in the public right-of-way, on the basis of inadequate sidewalk width, interference with utilities or other reasons regarding the public welfare, and where installation of such tree on the lot itself is also impractical, the requirements of this Section 428 may be modified or waived by the Zoning Administrator to the extent necessary.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

Garbage, Composting and Recycling Storage. Space for the collection and storage of garbage, composting, and recycling shall be provided within enclosed areas on the property and clearly labeled and illustrated on the architectural addenda. Space for the collection and storage of recyclable and compostable materials that meets the size, location, accessibility and other standards specified by the San Francisco Recycling Program shall be provided at the ground level of the buildings.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

Rooftop Mechanical Equipment. Pursuant to Planning Code 141, the Project Sponsor shall submit a roof plan to the Planning Department prior to Planning approval of the building permit application for each building. Rooftop mechanical equipment, if any is proposed as part of the Project, is required to be screened so as not to be visible from any point at or below the roof level of the subject building.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

Transformer Vault. The location of individual project PG&E Transformer Vault installations has significant effects to San Francisco streetscapes when improperly located. However, they may not have any impact if they are installed in preferred locations. Therefore, the Planning Department recommends the following preference schedule in locating new transformer vaults, in order of most to least desirable:

1. On-site, in a basement area accessed via a garage or other access point without use of separate doors on a ground floor façade facing a public right-of-way;
2. On-site, in a driveway, underground;
3. On-site, above ground, screened from view, other than a ground floor façade facing a public right-of-way;
4. Public right-of-way, underground, under sidewalks with a minimum width of 12 feet, avoiding effects on streetscape elements, such as street trees; and based on Better Streets Plan guidelines;
5. Public right-of-way, underground; and based on Better Streets Plan guidelines;
6. Public right-of-way, above ground, screened from view; and based on Better Streets Plan guidelines;
7. On-site, in a ground floor façade (the least desirable location).

Unless otherwise specified by the Planning Department, Department of Public Work's Bureau of Street Use and Mapping (DPW BSM) should use this preference schedule for all new transformer vault installation requests.

For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works at 415-554-5810, <http://sfdpw.org>

PARKING AND TRAFFIC

Unbundled Parking. All off-street parking spaces shall be made available to Project residents only as a separate "add-on" option for purchase or rent and shall not be bundled with any Project dwelling unit for the life of the dwelling units. The required parking spaces may be made available to residents within a quarter mile of the project. All affordable dwelling units pursuant to Planning Code Section 415 shall have equal access to use of the parking as the market rate units, with parking spaces priced commensurate with the affordability of the dwelling unit. Each unit within the Project shall have the first

right of refusal to rent or purchase a parking space until the number of residential parking spaces are no longer available. No conditions may be placed on the purchase or rental of dwelling units, nor may homeowner's rules be established, which prevent or preclude the separation of parking spaces from dwelling units.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

Parking Maximum. Pursuant to Planning Code Section 151.1, the Project shall provide no more than 41 off-street parking spaces for the 118 dwelling units (or .34 off-street parking spaces for each dwelling unit) contained therein.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

Car Share. Pursuant to Planning Code Section 166, no fewer than one (1) car share space shall be made available, at no cost, to a certified car share organization for the purposes of providing car share services for its service subscribers.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

Bicycle Parking. Pursuant to Planning Code Sections 155.1, 155.4, and 155.5, the Project shall provide no fewer than 105 Class 1 bicycle parking spaces and 5 Class 2 bicycle parking spaces.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

Managing Traffic During Construction. The Project Sponsor and construction contractor(s) shall coordinate with the Traffic Engineering and Transit Divisions of the San Francisco Municipal Transportation Agency (SFMTA), the Police Department, the Fire Department, the Planning Department, and other construction contractor(s) for any concurrent nearby Projects to manage traffic congestion and pedestrian circulation effects during construction of the Project.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

PROVISIONS

First Source Hiring. The Project shall adhere to the requirements of the First Source Hiring Construction and End-Use Employment Program approved by the First Source Hiring Administrator, pursuant to Section 83.4(m) of the Administrative Code. The Project Sponsor shall comply with the requirements of this Program regarding construction work and on-going employment required for the Project.

For information about compliance, contact the First Source Hiring Manager at 415-581-2335, www.onestopSF.org

Rincon Hill Community Infrastructure Impact Fee. Pursuant to Planning Code Section 418.3(b)(1), the Project shall pay the Rincon Hill Community Infrastructure Impact Fee, execution of a Waiver Agreement with the Planning Department, or execution of an In-Kind Agreement with the Planning Department prior to issuance of the first construction document.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

South of Market Community Stabilization Fee. Pursuant to Planning Code Section 418.3(d), the Project shall pay the SOMA Community Stabilization Fee, prior to issuance of the first construction document.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org

MONITORING

Enforcement. Violation of any of the Planning Department conditions of approval contained in this Motion or of any other provisions of Planning Code applicable to this Project shall be subject to the enforcement procedures and administrative penalties set forth under Planning Code Section 176 or Section 176.1. The Planning Department may also refer the violation complaints to other city departments and agencies for appropriate enforcement action under their jurisdiction.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

Revocation Due to Violation of Conditions. Should implementation of this Project result in complaints from interested property owners, residents, or commercial lessees which are not resolved by the Project Sponsor and found to be in violation of the Planning Code and/or the specific conditions of approval for the Project as set forth in Exhibit A of this Motion, the Zoning Administrator shall refer such complaints to the Commission, after which it may hold a public hearing on the matter to consider revocation of this authorization.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

OPERATION

Garbage, Recycling, and Composting Receptacles. Garbage, recycling, and compost containers shall be kept within the premises and hidden from public view, and placed outside only when being serviced by the disposal company. Trash shall be contained and disposed of pursuant to garbage and recycling receptacles guidelines set forth by the Department of Public Works.

For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works at 415-554-.5810, <http://sfdpw.org>

Sidewalk Maintenance. The Project Sponsor shall maintain the main entrance to the building and all sidewalks abutting the subject property in a clean and sanitary condition in compliance with the Department of Public Works Streets and Sidewalk Maintenance Standards.

For information about compliance, contact Bureau of Street Use and Mapping, Department of Public Works, 415-695-2017, <http://sfdpw.org>

Noise Control. The premises shall be adequately soundproofed or insulated for noise and operated so that incidental noise shall not be audible beyond the premises or in other sections of the building and

fixed-source equipment noise shall not exceed the decibel levels specified in the San Francisco Noise Control Ordinance.

For information about compliance with the fixed mechanical objects such as rooftop air conditioning, restaurant ventilation systems, and motors and compressors with acceptable noise levels, contact the Environmental Health Section, Department of Public Health at (415) 252-3800, www.sfdph.org.

For information about compliance with the construction noise, contact the Department of Building Inspection, 415-558-6570, www.sfdbi.org.

For information about compliance with the amplified sound including music and television contact the Police Department at 415-553-0123, www.sf-police.org

Community Liaison. Prior to issuance of a building permit to construct the project and implement the approved use, the Project Sponsor shall appoint a community liaison officer to deal with the issues of concern to owners and occupants of nearby properties. The Project Sponsor shall provide the Zoning Administrator with written notice of the name, business address, and telephone number of the community liaison. Should the contact information change, the Zoning Administrator shall be made aware of such change. The community liaison shall report to the Zoning Administrator what issues, if any, are of concern to the community and what issues have not been resolved by the Project Sponsor.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

Lighting. All Project lighting shall be directed onto the project site and immediately surrounding sidewalk area only, and designed and managed so as not to be a nuisance to adjacent residents. Nighttime lighting shall be the minimum necessary to ensure safety, but shall in no case be directed so as to constitute a nuisance to any surrounding property.

For information about compliance, contact Code Enforcement, Planning Department at 415-575-6863, www.sf-planning.org

INCLUSIONARY HOUSING

1. **Requirement.** Pursuant to Planning Code 415.5, the Project Sponsor must pay an Affordable Housing Fee at a rate equivalent to the applicable percentage of the number of units in an off-site project needed to satisfy the Inclusionary Affordable Housing Program Requirement for the principal project. The applicable percentage for this project is seventeen percent (17%).

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing at 415-701-5500, www.sf-moh.org.

2. **Other Conditions.** The Project is subject to the requirements of the Inclusionary Affordable Housing Program under Section 415 et seq. of the Planning Code and the terms of the City and County of San Francisco Inclusionary Affordable Housing Program Monitoring and Procedures Manual ("Procedures Manual"). The Procedures Manual, as amended from time to time, is incorporated herein by reference, as published and adopted by the Planning Commission, and as required by Planning Code Section 415. Terms used in these conditions of approval and not otherwise defined shall have the meanings set forth in the Procedures Manual. A copy of the Procedures Manual can

be obtained at the Mayor's Office of Housing ("MOH") at 1 South Van Ness Avenue or on the Planning Department or Mayor's Office of Housing's websites, including on the internet at:

<http://sf-planning.org/Modules/ShowDocument.aspx?documentid=4451>.

As provided in the Inclusionary Affordable Housing Program, the applicable Procedures Manual is the manual in effect at the time the subject units are made available for sale or rent.

For information about compliance, contact the Case Planner, Planning Department at 415-558-6378, www.sf-planning.org or the Mayor's Office of Housing at 415-701-5500, www.sf-moh.org.

- a. The Project Sponsor must pay the Fee in full sum to the Development Fee Collection Unit at the DBI for use by MOH prior to the issuance of the first construction document, with an option for the Project Sponsor to defer a portion of the payment prior to issuance of the first certificate of occupancy upon agreeing to pay a deferral surcharge that would be deposited into the Citywide Inclusionary Affordable Housing Fund in accordance with Section 107A.13.3 of the San Francisco Building Code.
- b. Prior to the issuance of the first construction permit by the DBI for the Project, the Project Sponsor shall record a Notice of Special Restriction on the property that records a copy of this approval. The Project Sponsor shall promptly provide a copy of the recorded Notice of Special Restriction to the Department and to MOH or its successor.
- c. If project applicant fails to comply with the Inclusionary Affordable Housing Program requirement, the Director of DBI shall deny any and all site or building permits or certificates of occupancy for the development project until the Planning Department notifies the Director of compliance. A Project Sponsor's failure to comply with the requirements of Planning Code Sections 415 et seq. shall constitute cause for the City to record a lien against the development project and to pursue any and all other remedies at law.

EXHIBIT B

EXHIBIT C

MITIGATION MONITORING AND REPORTING PROGRAM (INCLUDES IMPROVEMENT MEASURES)

Adopted Mitigation Measures	Responsibility for Implementation	Mitigation Schedule	Mitigation Action	Monitoring/Reporting Responsibility	Monitoring Schedule
MITIGATION MEASURES AGREED TO BY PROJECT SPONSOR					
<i>Cultural and Paleontological Resources</i>					
<p><u>Project Mitigation Measure 1 – Cultural and Paleontological Resources (Mitigation Measure 1.1 in the Rincon Hill Plan FEIR)</u></p> <p>All but approximately one-fifth of the Plan area has been the focus of some type of archaeological study. However, these studies vary greatly in their inclusion, adequacy, and specificity of discussion of the potential presence, identity, and significance of archaeological resources, prior soils disturbance, and evaluation of project effects. For this reason, these studies vary in their adequacy to serve as evaluations of potential effects on archaeological resources under CEQA (CEQA Guidelines § 15064.5(a)(1)(3) and (c)(1)(2)). For the purposes of assessing potential effects to archaeological resources and the need for and appropriate type of mitigation in the Plan area, the principal value of the existing archaeological reports is the identification of potential archaeological resources and of research themes and questions, and of prior disturbance. The archaeological documentation record that has been prepared for the majority of the Plan area has shown that: prehistoric and historical archaeological resources are potentially present within the Plan area; in many cases the expected archaeological resources could contribute significant scientific/historical information that early, deeply buried prehistoric resources may be present; the soils-disturbing activities in the Plan area to date may not, in general, have significantly impaired the integrity of archaeological resources expected to be present; and even recent large-scale projects have resulted in less soils disturbance than anticipated in</p>	Project sponsor.	Prior to completion of environmental review.	Prepare a PASS and, if necessary, an ARDTP.	Environmental Review Officer.	Considered complete after PASS and/or ARDTP has been finalized.

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order to avoid remediation of contaminated soils.

Thus, based on prior archaeological documentation and the analysis of the Plan area, it can be concluded that significant archaeological resources that have not been substantially affected by prior disturbance may be present within the Plan area and that development pursuant to the proposed *Rincon Hill Plan* and accompanying rezoning has a greater potential to result in adverse effects to these resources than might occur under the existing zoning. Implementation of the following mitigation measures can reduce this potential adverse effect to a less-than-significant level. Since there is no physical project proposed other than surface-level streetscape and open space improvements, the evaluation of project-specific impacts can only occur at the time a development project is proposed, and in accord with these mitigation measures.

The Plan area is subdivided into three archaeological mitigation zones (see Figure 61, p. 193) based on the potential for significant archaeological resources to be present within the site and/or the adequacy of previous archaeological documentation to assess this potential. For any project involving soils-disturbing activities (for example, excavation, grading, foundation work, piles, utilities installation, remediation of contaminated soils), responsibility for the mitigation of potential effects to archaeological resources shall be required based on the location of the project site.

*PROJECTS LOCATED IN ARCHAEOLOGICAL
MITIGATION ZONE 2 (AMZ-2)*

AMZ-2 is those properties within the Plan area for which no archaeological assessment report has been prepared or for which the archaeological documentation is incomplete or inadequate to serve as an evaluation of potential effects on archaeological resources under CEQA (CEQA Guidelines § 15064.5(a)(1)(3) and (c)(1)(2)). In the latter case, the existing archaeological documentation may lack site-specific identification of potential archaeological

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<p>resources, a historical context or site history discussion, an assessment of prior soils disturbance, an evaluation of eligibility to the California Register of Historical Resources (CRHR) of potential archaeological resources, or specific information about site occupants.</p> <p>For projects proposed in AMZ-2, a Preliminary Archaeological Sensitivity Study must be prepared by an archaeological consultant with expertise in California prehistoric and urban historical archaeology. The Sensitivity Study should contain the following:</p> <ol style="list-style-type: none"> 1) Determine the historical uses of the project site based on any previous archaeological documentation and Sanborn maps; 2) Determine types of archaeological resources/properties that may have been located within the project site and whether the archaeological resources/property types would potentially be eligible for listing in the California Register of Historical Resources (CRHR); 3) Determine if 19th or 20th century soils-disturbing activities may have adversely affected the identified potential archaeological resources; 4) Assess potential project effects in relation to the depth of any identified potential archaeological resource; 5) Conclusion: assessment of whether any CRHR-eligible archaeological resources could be adversely affected by the proposed project and recommend appropriate action. 					
<p>Based on the Sensitivity Study, the Environmental Review Officer (ERO) shall determine if an Archaeological Research Design/Treatment Plan (ARDTP) shall be required to more definitively identify the potential for CRHR-eligible archaeological resources to be present within the project site and determine the appropriate action necessary to reduce the potential effect of the project on archaeological resources to a less-than-significant level. The scope of the ARDTP shall be</p>					

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<p>determined in consultation with the ERO and consistent with the standards for archaeological documentation established by the Office of Historic Preservation for purposes of compliance with CEQA, in Preservation Bulletin No. 5.</p> <p>The Planning Department determined that an ARDTP would be required for the proposed project, and an ARDTP was prepared. The ARDTP includes procedures for the identification, evaluation, and treatment of archaeological resources that may be discovered prior to or during construction of the proposed project. These procedures are set forth in Section 7, Archaeological Identification/Testing Plan, and Section 8, Archaeological Treatment Plan, of the ARDTP. These procedures are hereby incorporated into Project Mitigation Measure 1.</p>					
<p><i>Noise</i></p> <p><u>Project Mitigation Measure 2 – Noise (Mitigation Measure 1 in the Rincon Hill Plan Initial Study)</u></p> <p>For projects requiring pile driving, individual project sponsors would ensure that piles be pre-drilled wherever feasible to reduce construction-related noise and vibration. No impact pile drivers should be used unless absolutely necessary. To reduce noise and vibration impacts, sonic or vibratory sheetpile drivers, rather than impact drivers, shall be used wherever sheetpiles are needed.</p> <p>Construction noise is regulated by the San Francisco Noise Ordinance, Article 29 of the City Police Code. The ordinance requires that noise levels from individual pieces of construction equipment, other than impact tools, not exceed 80 dBA at a distance of 100 feet from the source. Impact tools (jackhammers and impact wrenches) must have both intake and exhaust muffled to the satisfaction of the Director of Public Works. Section 2908 of the Ordinance prohibits construction work between 8:00 p.m. and 7:00 a.m. if noise would exceed the ambient noise level by</p>	Project sponsor and contractor.	During subsurface construction.	The project sponsor shall ensure that the contractor predrills holes for pile driving, avoids using impact pile drivers unless absolutely necessary, uses sonic or vibratory sheetpile drivers instead of impact drivers	Department of Public Works to monitor project contractor compliance.	Considered complete after construction activities have ended.

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<p>five dBA at the project property line, unless a special permit is authorized by the Director of Public Works.</p>			<p>wherever sheetpiles are necessary, muffles both intake and exhaust on impact tools, and schedules pile driving activity consistent with the Noise Ordinance.</p>		
<p><i>Hazards and Hazardous Materials</i></p> <p><u>Project Mitigation Measure 3 – Hazards and Hazardous Materials (Mitigation Measure H.2 in the Rincon Hill Plan FEIR)</u></p> <p>For any development project, if dewatering is necessary, the project sponsor shall follow the recommendations of the site assessment/remediation consultant, in consultation with the Bureau of Environmental Regulation (BERM) of the San Francisco Public Utilities Commission, regarding treatment, if any, of pumped groundwater prior to discharge to the combined sewer system. Any groundwater encountered during construction of the proposed project would be subject to requirements of the City’s Industrial Waste Ordinance (Ordinance No. 199-77), requiring that groundwater meet specified water quality standards before it may be discharged into the sewer system. The BERM must be notified of projects necessitating dewatering. That office may require water analysis before discharge.</p> <p>If dewatering is necessary, groundwater pumped from the development site shall be retained in a holding tank to allow suspended particles to settle, if this is determined necessary by the</p>	<p>Project sponsor and contractor.</p>	<p>Before and during construction activities.</p>	<p>If dewatering is necessary, the project sponsor shall follow the recommendations of the site assessment / remediation consultant regarding treatment of pumped groundwater prior to discharge into the combined sewer system.</p>	<p>Bureau of Environmental Regulation of the San Francisco Public Utilities Commission.</p>	<p>Considered complete after construction activities have ended.</p>

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<p>BERM to reduce the amount of sediment entering the combined sewer system. The project sponsor shall require the general contractor to install and maintain sediment traps if determined necessary by the BERM.</p>			<p>Any groundwater pumped from the project site shall be retained in a holding tank to allow suspended particles to settle to reduce the amount of sediment entering the combined sewer system. If necessary, the project sponsor shall require the general contractor to install and maintain sediment traps.</p>		

Adopted Improvement Measures	MONITORING AND REPORTING PROGRAM				
	Responsibility for Implementation	Schedule	Action	Monitoring/Reporting Responsibility	Monitoring Schedule
IMPROVEMENT MEASURES AGREED TO BY PROJECT SPONSOR					
<i>Transportation and Circulation</i>					
<p><u>Project Improvement Measure 1 – Transportation, Circulation, and Parking (Improvement Measure C.2 in the Rincon Hill Plan FEIR)</u></p> <p>Construction contractor(s) for the individual development projects would need to meet with the Traffic Engineering Division of the Department of Parking and Traffic, the Fire Department, Muni, the Planning Department, and other city agencies to determine feasible measures to reduce traffic congestion, including any potential transit disruption and pedestrian circulation impacts, during construction of the project. In addition, the temporary parking demand by construction workers would need to be met on-site or within other off-site parking facilities, and the construction contractor(s) would need to determine the location of an off-site parking facility for construction workers during the construction period.</p>	Project sponsor and contractor.	Before and during construction activities.	Construction contractor to meet with appropriate City agencies to determine feasible measures for reducing traffic congestion during the construction period. Construction contractor to provide temporary parking on-site or at off-site facilities during the construction period.	Department of Parking and Traffic, Fire Department, Muni, and Planning Department.	Considered complete after construction activities have ended.